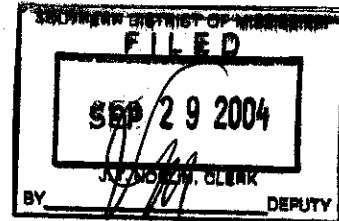


IN THE UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF MISSISSIPPI  
HATTIESBURG DIVISION



TELLUS OPERATING GROUP, LLC;  
BAXTERVILLE OIL ACQUISITIONS, LLC;  
MISSISSIPPI OIL ACQUISITIONS, LLC;  
NOMS, LLC; SNPI, LLC; BAX, LLC; VICKERY  
PROPERTIES, LLC; BAXTERVILLE PROPERTIES, LLC;  
AND SUTHERLAND ENERGY CORP

PLAINTIFFS

V.

CIVIL ACTION NO. 2:04CV327BrSu

TEXAS PETROLEUM INVESTMENT COMPANY  
AND OSYKA PRODUCING COMPANY, INC.

DEFENDANTS

NOTICE OF REMOVAL

TO: Leslie Wilson  
Lamar County Circuit Clerk  
Post Office Box 369  
Purvis, MS 39475

Defendants Texas Petroleum Investment Company ("TPIC") and Osyka Producing Company, Inc. ("Osyka"), by and through their counsel of record, pursuant to 28 U.S.C. § 1441(a), hereby remove this case from the Circuit Court of Lamar County, Mississippi to the United States District Court for the Southern District of Mississippi, Hattiesburg Division, and in support thereof would show unto the Court as follows:

1. There is now pending in the Circuit Court of Lamar County, a certain civil action styled Tellus Operating Group, LLC, et al. v. TPIC and Osyka being Civil Action No. 2004-307 on the docket of said court. The time within which the Defendant is required to plead, answer or otherwise respond to the Complaint has not yet expired, and the 30-day period within which to file for and obtain removal of said civil action has not expired.

2. The Plaintiffs are all Limited Liability Companies organized under the laws of the State of Mississippi. The Defendants, TPIC and Osyka, are corporations organized and existing

under the laws of the State of Texas, with their principal places of business in Houston, Texas. There is, therefore, complete diversity of jurisdiction between the Defendants and the Plaintiffs.

3. The amount in controversy in said civil action exceeds the sum and value of \$75,000.00 exclusive of interest and costs.

4. Pursuant to the provisions of Title 28, U.S.C. § 1441, et seq., this civil action is removable by Defendants.

5. The Defendant attaches hereto, as Exhibit "A", certified copy of the Summons and Complaint filed in Civil Action No. 2004-307, in the Circuit Court of Lamar County, Mississippi.

6. Defendants, upon the filing of this Notice of Removal, have given notice to Plaintiffs by notice to their attorney, E.O. Spencer, Spencer & Spencer PLLC 5760 I-55 North, Suite 450, Jackson, Mississippi, 39211, of the filing of said Notice of Removal of said civil action, and simultaneously therewith, the Defendant has filed a true and correct copy of the Notice of Removal with the clerk of the Circuit Court of Lamar County, Mississippi, together with the Exhibits thereto, all in compliance with Title 28, U. S.C. § 1446(d).

WHEREFORE, PREMISES CONSIDERED, Defendants pray that this Notice of Removal and exhibit thereto be received and filed, and that the said Circuit Court of Lamar County, Mississippi, proceed no further herein. Defendants further pray for all necessary writs to bring before this Honorable Court all records and proceedings in the said Circuit Court of Lamar County, and Defendants pray for such other, further, special and general relief as it is entitled to receive.

Respectfully submitted, this the 28 day of September, 2004.

TEXAS PETROLEUM INVESTMENT COMPANY  
And OSYKA PRODUCING COMPANY, INC.

  
By: \_\_\_\_\_  
One of Its Attorneys

OF COUNSEL:

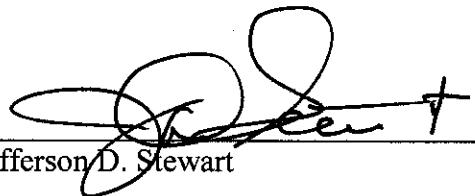
Jefferson D. Stewart  
MS Bar No. 7902  
J. Jeffrey Trotter  
MS Bar No. 9670  
Adams and Reese LLP  
111 East Capitol St., Suite 350  
Jackson, MS 39201  
Telephone: (601) 353-3234  
Facsimile: (601) 355-9708

### CERTIFICATE OF SERVICE

I, Jefferson D. Stewart, hereby certify that I have this day caused a true and correct copy of the above and foregoing document to be served via first-class, U.S. mail, postage pre-paid on counsel for the Plaintiffs and, Defendant, Osyka Producing Company, as listed below:

E.O. Spencer, III  
Spencer & Spencer PLLC  
5760 I-55 North, Suite 450  
Jackson, MS 39211.

Dated: September 28, 2004.

  
Jefferson D. Stewart